



Entered on Docket
June 23, 2006

Hon. Linda B. Riegle
United States Bankruptcy Judge

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USA Capital First Trust Deed Fund, LLC*

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re: USA COMMERCIAL MORTGAGE COMPANY Debtor.) BK-S-06-10725-LBR)
In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor.) Chapter 11)
In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor.) BK-S-06-10726-LBR)
In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor.) Chapter 11)
In re: USA SECURITIES, LLC, Debtor.) BK-S-06-10727-LBR)
In re: USA SECURITIES, LLC, Debtor.) Chapter 11)
In re: USA SECURITIES, LLC, Debtor.) BK-S-06-10728-LBR)
In re: USA SECURITIES, LLC, Debtor.) Chapter 11)
In re: USA SECURITIES, LLC, Debtor.) BK-S-06-10729-LBR)

ORDER APPROVING ALVAREZ & MARSAL, LLC EMPLOYMENT APPLICATION

1 Affects)
2)
3)
4)
5)

- All Debtors) Date: June 5, 2006
- USA Commercial Mortgage Co.) Time: 9:30 a.m.
- USA Securities, LLC) Place: Courtroom #2
- USA Capital Realty Advisors, LLC)
- USA Capital Diversified Trust Deed)
- USA First Trust Deed Fund, LLC)

**APPLICATION OF OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS
OF USA CAPITAL FIRST TRUST DEED FUND, LLC FOR ORDER AUTHORIZING
EMPLOYMENT AND RETENTION OF ALVAREZ & MARSAL, LLC AS ITS
FINANCIAL AND REAL ESTATE ADVISOR NUNC PRO TUNC TO JUNE 1, 2006
(AFFECTS USA FIRST TRUST DEED FUND, LLC)**

10 This matter having come on for hearing on the "Application Of Official Committee Of
11 Equity Security Holders Of USA Capital First Trust Deed Fund, LLC For Order Authorizing
12 Employment And Retention Of Alvarez & Marsal, LLC As Its Financial And Real Estate
13 Advisor Nunc Pro Tunc To June 1, 2006" (the "Application"); Eve H. Karasik, Esq. of the law
14 firm of Stutman, Treister & Glatt, P.C. appearing on behalf of the Official Committee of
15 Equity Security Holders of USA Capital First Trust Deed Fund, LLC (the "First Trust
16 Committee"); and other appearances being noted on the record; and the Court having
17 considered the Application; the Declaration of Matthew E. Kvarda in support thereof; the
18 response thereto; the pleadings, papers and records on file in this matter; and it appearing to
19 the Court that the advisors and consultants at A&M are disinterested persons who do not hold
20 or represent an interest adverse to the Debtors' estates in the matters upon which they are to be
21 engaged, and that their employment for the purposes set forth in the Application is in the best
22 interest of USA First Trust Deed Fund, LLC and its estate; and good cause appearing,
23

IT IS HEREBY ORDERED that the Application is granted and the First Trust Committee is authorized to employ A&M as its *nunc pro tunc* to June 1, 2006 as its financial

1 and real estate advisor pursuant to sections 330(a) and 1103(a) of the Bankruptcy Code on the
2 terms set forth in the Application, the Declaration thereon, and any further order the Court
3 may issue.

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6 SUBMITTED BY:

7 STUTMAN, TREISTER & GLATT, P.C.

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19 APPROVED/DISAPPROVED:

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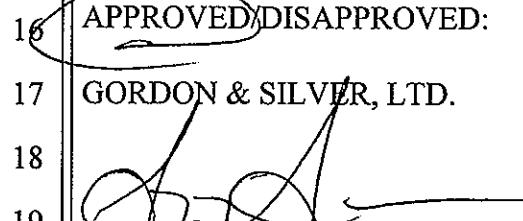
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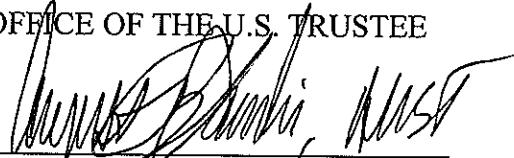
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8 [Proposed] Counsel for Official Committee
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10 REVIEWED BY:

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